

Paul Williams







Swan (PAUL WILLIAMS) and The Phantom (WILLIAM FINLEY) confront each other prior to the opening of the Paradise, the ultimate rock palace.



The Phantom (WILLIAM FINLEY) is the mysterious figure who haunts the Paradise, the ultimate rock palace.



The Juicy Fruits (HAROLD OBLONG, ARCHIE HANN and JEFFREY COMANOR), a nostalgia-oriented rock group, perform at the famed Paradise





Beef (GERRIT GRAHAM) is the glitter-rock singer whose performance opens the fabulous Paradise.

Composer Winslow Leach (WILLIAM FINLEY) is a surprise visitor at an audition for background singers to perform his music.



Swan (PAUL WILLIAMS) is the incredibly successful record producer and impresario who runs the Paradise, the ultimate rock palace.



The Phantom (WILLIAM FINLEY), at the console composing his music for the gala opening of the Paradise, the ultimate rock palace.



Phoenix (JESSICA HARPER) is the aspiring songstress who gains stardom at the Paradise, the ultimate rock palace.





Swan (PAUL WILLIAMS) is the incredibly successful record producer and impresario who runs the Paradise, the ultimate rock palace.



Swan (PAUL WILLIAMS) and Phoenix (JESSICA HARPER) on stage for a lavish production number at the opening of the Paradise, the ultimate rock palace.





PHANTOM OF THE *Paradise*

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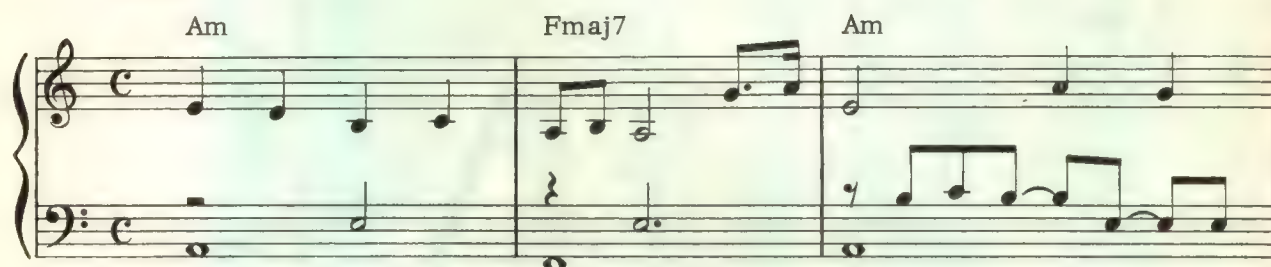
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BEAUTY AND THE BEAST

(PHANTOM'S THEME)

Words and Music
By
PAUL WILLIAMS

Slowly



Fmaj7



Am

Am/G

Fmaj7

Half a - sleep I hear a voice,
Face to face I greet the cast,
Like a cir-cus on pa - rade,



Am

Am/G

Fmaj7

Dm

is it on - ly in my mind
set in si-lence we be - gin
sel-dom close e - nough to see

or is — it some-one
com-pan - ions in an
I wan - der thru an



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Am E

call-ing me — some one I failed and left be - hind?
 emp-ty room — I taste their vic-tor-y and sin.
 an-gry crowd — and won-der what's be-come of me.

CHORUS

A F A

To work it out I let them in, all the good guys and the bad guys that I've

F A F

been. All the dev-ils that dis-turbed me and the an-gels that de-feat-ed them some-

E

how, come to- geth - er in me

Am Am/G F Am Am/G F#7 Fine

now. 8va

Bb F

A tale of beau - ty and the beast I de -

Ab G

fend my soul from those who would ac - cuse me.

B \flat F

I share the fam - ine and the feast I have

A \flat

been the world and felt it turn - ing, seen the jest - er yearn - ing to a -

8va-----

G Am Am/G

muse me.

pp

F Am Am/G F D. S. al Fine

LIFE AT LAST

Words and Music
By
PAUL WILLIAMS

Moderately Bright

No Chords

Life at last, — sal-u-ta-tions from the oth-er side, —
Life at last, — sit and lis-ten while the fun be-gins, —

(r)
2nd time

2nd time

I can see that you're the dev-ils pride. — Do you re-al-ize that
hearts are bro-ken and the bad guys win. — Sit and lis-ten all the

Bbm Bbm/Ab Bbm/Ab Bbm/Gb

all of you do - nat - ed some-thing hor-ri - ble you hat - ed that is
cut - ting up is eas - y, and this is - n't for the queas - y or the

part of you. — I'm your night — mares com - in' true, —
 weak of heart. — You had bet - ter start for home —

— I am — your crime. —
 — while there's still time. —

Tacet

CHORUS

1. 2. Bbm Bbm/Ab

I'm the ev-il that you — cre - a — ted,

Bbm/Ab Bbm/G Gb7

get-tin'hor-ny and damned — frus-trat — ed Bored stiff and I want —

F7 Bbm F7 Bbm F7

— me a wo-man now. —

Bbm Gb7

INSTRUMENTAL

Bbm Gb7

Ebm F7 D. S. al Coda

CODA

G \flat 7 **G7**

Each of you must stop— and try— me, all of you might sat -

- is - fy — me. **SCREAM**

A \flat **SCREAM**

F **SCREAM**

FAUST

Words and Music
By
PAUL WILLIAMS

Moderato
Db → F

Em etc
Cm



Paul: ↑ 1 5 1 8 8

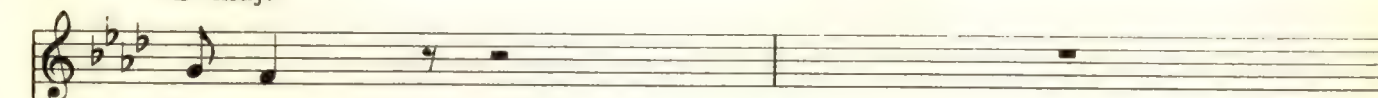
Em
Cm



1. I was not my-self last night, could-n't set things right with a - pol - o - gies — or
2. I was not my-self last night, in the morn-ing light — I could see the change was



F#m7
Dbmaj7



flow - ers.
show - ing.



E^m
Cm



Out of place as a cry-in' clown—who could on-ly frown—and the play went on—for
Like a child who was al-ways poor reach-ing out for more—I could feel the hun-ger



F
D^b maj7

G
E^b



hours. —
grow - ing. —

And as I lived my role —
And as I lost con-trol —



Handwritten: ~~Ab~~ C

Ab



I swore I'd sell my soul — for one love — who would
I swore I'd sell my soul — for one love — who would



Dm/C
Bbm/Ab

F/C
Db/Ab

stand by me, —
sing my songs, —

and give me back — the gift — of laugh —
and fill this emp - ti - ness — in - side

C
Ab

Dm/6
Bbm/Ab

ter. — One love — who would stand by me. —
me. — One love — who'd sing my song. —

8va -----

F/C
Db/Ab

CHORUS *Fmaj7*
Dbmaj7

And af - ter mak - ing love — we'd
And lay be-side — me while — we'd] dream a bit of

style, we'd dream a bunch of — friends,

dream each oth - ers smiles, and dream it — nev - er

1. ends. 2. ends. SLOWER TPO

All my dreams are lost and

SLOWER AND DETERMINED

I can't — sleep, and sleep a - lone — could ease my —

Chords: F_m , C_m , F_{maj7} , D_b maj7, G , F , C , A , F , G

The musical score is written for a voice and piano. The key signature has three flats (B-flat, E-flat, A-flat), and the time signature is common time (C). The score is divided into four systems, each with a vocal line and a piano accompaniment.

System 1: The vocal line begins with the lyrics "mind. —" and "All my — tears — have dried — and". Above the first measure, the chords E and C are marked. The piano accompaniment consists of chords in the right hand and single notes in the left hand.

System 2: The vocal line continues with "I can't — weep. —" and "Old e - mo - tions may they". Above the first measure, the chords A and F are marked. Above the second measure, the chords G and B-flat are marked. The piano accompaniment continues with chords and single notes.

System 3: The vocal line has the lyrics "rest in peace — and dream, dream a bunch of — friends. —". Above the first measure, the chords F and D-flat are marked. Above the second measure, the chords E-flat and C minor are marked. The piano accompaniment features a more active right hand with eighth notes.

System 4: The vocal line concludes with "Rest in peace, — and dream, dream it nev - er ends. —". Above the first measure, the chords F and D-flat are marked. Above the second measure, the chords G and B-flat are marked. Above the third measure, the chords C and F are marked. The piano accompaniment ends with a final chord in the right hand and a sustained note in the left hand. A "(ritard)" marking is placed below the vocal line for the final phrase.

THE HELL OF IT

Words and Music by
PAUL WILLIAMS

Moderato



Em

Roll on thun - der shine on light - 'nin', the
Loved your - self 'cause you loved no oth - er, be -

Am

days are long and the nights are fright - 'nin',
no man's fool be no man's broth - er,

D

noth - ing mat - ters an - y way and that's the hell
we're all born to die alone y' - know that's the hell

Em Am/E Em Am/E Em

— of it.
— of it.

Win - ter comes and the winds blow to cold - er, well some -
Life's a game where they're bound to beat you, and times

Am

— grew wis wis - - er that you just grew old - er, and
— a trick that can turn to cheat you, and

D

you nev - er lis - tened an - y way and that's the hell
we on - ly waste it an - y way and that's the hell

Em Am/E Em Am/E Em

— of it.
— of it.

Chorus: G

Good for noth - in' bad in bed, —

no - bod - y likes — you and you're bet - ter off dead, Good - bye —

Em

— we've all come to say good - bye — good - bye.

G

Born de-feat-ed died in vain, su-per de-struc-tion you were hooked on pain, and tho!

B Bm B(add 9) Bm B Bm B(add 9) Bm B

your mu-sic lin-gers on all of us are glad you're gone.

E E/D#

If I could live my life half as

E/D E/C#

worth-less-ly as you,

C B Em
 I'm con-vinced that I'd wind_ up burn - ing too.

C Em B D. S. al Coda

Coda
 Em C Em B E

C Repeat and fade

The musical score is written for voice and piano. The key signature has one sharp (F#). The vocal line begins with the lyrics "I'm con-vinced that I'd wind_ up burn - ing too." and is accompanied by piano chords (C, B, Em). The piano part features a complex harmonic structure with many chords and moving lines. The score includes a section marked "D. S. al Coda" and a "Coda" section with the lyrics "Repeat and fade".

GOODBYE, EDDIE, GOODBYE

Words and Music
By
PAUL WILLIAMS

The musical score is written in 4/4 time with a key signature of one sharp (F#). It consists of three systems, each with a vocal line and a piano accompaniment.

System 1: The vocal line begins with a whole rest, followed by a half note G4, a quarter note A4, a quarter note B4, a half note C5, a quarter note B4, a quarter note A4, a quarter note G4, and a half note F#4. The lyrics are "We'll re - mem - ber you for ev - er". The piano accompaniment features a sustained G4 in the right hand and a sustained G2 in the left hand.

System 2: The vocal line continues with a half note F#4, a quarter note E4, a quarter note D4, a half note C4, a quarter note B3, a quarter note A3, a quarter note G3, and a half note F#3. The lyrics are "Ed - die. — Thru the sac - ri - fice — you made we". The piano accompaniment features a sustained F#3 in the right hand and a sustained F#2 in the left hand.

System 3: The vocal line begins with a half note E4, a quarter note D4, a quarter note C4, a half note B3, a quarter note A3, a quarter note G3, a half note F#3, and a whole rest. The lyrics are "can't be - lieve — the price — you paid — for". The piano accompaniment features a sustained E3 in the right hand and a sustained E2 in the left hand.

Britely

G G/F G/F G/D G G/F

love. _____

G/E G/D G

1. Lit - tle Ed - die Mit - ty, born —
2. He was off and fly - ing, times —

Em

— in Jer-sey cit-y, start — ed sing-in' when he was five. —
— were real-ly try-ing, Ed - die and his moth-er a - lone. —

C

Nev - er knew his fath - er, moth - er did - n't both - er to
Soon a - noth - er mis - ter, soon — a ba - by sis - ter —

1. D A^ø B^ø C^ø D^ø

catch his last — name fast — as he — came.

2. D

mam - ma kept swing-in' and Ed - die kept sing-in'. Ah —

G 3 Em 3

ya, — ya ya ya ya, — ya ya ya

C 3 D7

ya, — ya ya ya ya. —

G Em

Ya, _____ ya ya ya ya, _____ ya ya ya

C D7

ya, _____ ya ya ya ya. _____ For

G

love. _____ for love. _____ SPOKEN "Now...the tragic story:

G Em

Eddie's sister, Mary Louise,needed an operation.

C D

To get the money, he would have to become an overnight

sensation. Eddie believed the American people had

Em C

wonderful, love giving hearts. His well publicized end, he considered,

D D.S. al Coda

would send his memorial album to the top of the charts...and it did."

The musical score is written for voice and piano. It consists of four systems of music. Each system has a vocal line and a piano accompaniment. The piano accompaniment features a steady eighth-note melody in the right hand and a bass line in the left hand, often with sustained chords. Chord symbols (C, D, G, Em) are placed above the vocal line. The lyrics are written below the vocal line. The score ends with a double bar line and a Coda symbol.

♯ Coda

ya. Good - bye,

This system features a vocal melody in treble clef with a key signature of one sharp (F#). The lyrics 'ya.' and 'Good - bye,' are written below the staff. A piano accompaniment is shown in grand staff (treble and bass clefs). Chord symbols Eb and G are placed above the first and third measures of the vocal line, respectively. The piano part includes arpeggiated chords and sustained bass notes.

good - bye. SPOKEN "When a

The second system continues the vocal melody. The lyrics 'good - bye.' and 'SPOKEN "When a' are present. The piano accompaniment continues with sustained chords in the bass and arpeggiated figures in the treble.

G Em
young singer dies, to our shocking surprise, in a plane crash or

The third system begins with a vocal melody. The lyrics 'young singer dies, to our shocking surprise, in a plane crash or' are written below. Chord symbols G and Em are placed above the first and third measures of the vocal line. The piano accompaniment features sustained bass notes and arpeggiated chords.

C
flashy sports car, he becomes quite well known and the kindness he's

The fourth system continues the vocal melody. The lyrics 'flashy sports car, he becomes quite well known and the kindness he's' are written below. A chord symbol C is placed above the first measure of the vocal line. The piano accompaniment continues with sustained bass notes and arpeggiated chords.

D G

shown has made more than one post-mortem star. Well, you did it to Eddie,

Em

and 'though it's hard to applaud suicide, you gave all you could

C D D. A. al

give so your sister could live, all Americas choked up inside.

E♭ G G/F

— you paid — for love. —

First system of the musical score. The vocal line (treble clef) features a half note G with a slur over it, followed by a half note G, and then a half note G. The lyrics "For love." are written below the vocal line. The piano accompaniment (grand staff) consists of two measures. The first measure has a bass line with a half note G and a treble line with a half note G. The second measure has a bass line with a half note G and a treble line with a half note G. The system ends with a double bar line.

Second system of the musical score. The vocal line (treble clef) features a half note G with a slur over it, followed by a half note G, and then a half note G. The piano accompaniment (grand staff) consists of two measures. The first measure has a bass line with a half note G and a treble line with a half note G. The second measure has a bass line with a half note G and a treble line with a half note G. The system ends with a double bar line.

Third system of the musical score. The vocal line (treble clef) features a half note Eb with a slur over it, followed by a half note Eb, and then a half note Eb. The lyrics "Ah" are written below the vocal line. The piano accompaniment (grand staff) consists of two measures. The first measure has a bass line with a half note Eb and a treble line with a half note Eb. The second measure has a bass line with a half note Eb and a treble line with a half note Eb. The system ends with a double bar line.

Fourth system of the musical score. The vocal line (treble clef) features a half note G with a slur over it, followed by a half note G, and then a half note G. The piano accompaniment (grand staff) consists of two measures. The first measure has a bass line with a half note G and a treble line with a half note G. The second measure has a bass line with a half note G and a treble line with a half note G. The system ends with a double bar line.

SOMEBODY SUPER LIKE YOU

Words and Music

By

PAUL WILLIAMS

Moderately Brite

Am G F G

Am

We need a man — that is sim - ple per - fec - tion, there's
We need a man — that can stand — as a sym - bol and

F

no - thing that's hard - er to find. —
sym - bols have got to be tall. —

Am

Some-one to lead — us, pro - tect us and feed us, and
Some-one with taste — and the tin - i - est waist, — with his

F

help us to make up our minds. —
help would- n't life be a ball. —

Bbm

We need a man — that's so - phis - ti - ca - ted,
If we had fun — he would not re - strain — us,

Ebm

qui - et and strong — and well ed - u - cat - ed.
if we got caught — he would just — ex - plain — us.

The musical score is written for voice and piano. The key signature has one sharp (F#), and the time signature is 4/4. The score is divided into four systems, each with a vocal line and a piano accompaniment.

System 1: The vocal line begins with a treble clef and a key signature of one sharp. The lyrics are "Where to go, — what to do, — could it be, —". The piano accompaniment consists of sustained chords in the right hand and single notes in the left hand.

System 2: The vocal line continues with the lyrics "some-bod-y s - su-per like you?". The piano accompaniment features a more active right hand with eighth-note patterns and sustained chords in the left hand.

System 3: This system contains piano accompaniment only. The right hand continues with eighth-note patterns, while the left hand plays sustained chords.

System 4: This system also contains piano accompaniment only, concluding the piece with a final chord in the right hand and sustained notes in the left hand.

Chord markings above the staves include: E, Am, (Am), G, F, G, Am, G, F, and 1.

2.

CHORUS

Bb

We pledge al - le - giance to — his

grace-ful-ness — and charm-ing man - ners. With a voice that's

both sides' choice he'll bring us to our knees — in ad - mir - a -

tion. He is king — of all — who

see and hear — his per-fect pitch and more sur-pris - es.

Ab

When all time is come — a stal-li-on ris - es.

G

D.S. al Coda

Ris - es,

Coda

Ab

The musical score consists of two systems. The first system is in the key of A (indicated by a sharp sign on the F line). It features a vocal line with the lyrics "ris - es," and a piano accompaniment. The piano part includes a treble clef with chords and a bass clef with arpeggiated figures. The second system is in the key of Bb (indicated by two flat signs on the B and F lines). It continues the vocal line with "ris - es." and the piano accompaniment, maintaining the same musical structure as the first system.

Somebody Super Like You — 6

VERSE 3:

We need a man with a head on his shoulders,
a nose that is simply divine.

Hollywood smile and a perfect profile and
with eyes that would sparkle and shine.

Long flowing hair for the crowning glory,
there'd be a man who could tell our story.

Where to go what to do
Could it be somebody super like you.

SPECIAL TO ME

Words and Music
By
PAUL WILLIAMS

Moderately Brite

B

Caught up in — your wheel — in' deal — in', you've
Mem - ry on - ly takes po - ses - sion, un -

F#7

E

got no time — left for sim - ple feel - in', I thought I knew — you but
til your pipe — dreams be - come ob - ses - sions, you scare me ba - by and

F#7

B

I did - n't know — you at all.
we should have no - thing to fear.

B F#7

Trapped in - side - your world — of wor - ry, you miss so much when you al -
I'm no child - but I can't help won - d'rin', it seems like some-kind of spell -

E F#7

ways hur - ry, well slow down ba - by you'll on - ly get hurt if you —
— you're un - der, you're list'-nin' ba - by but some-how you don't real-ly —

CHORUS
B E

— fall. — Well you told me one time that you'd
— hear. —

G#m

be some- bo - dy, that you weren't work-in' just to sur-vive. — But you're

C B

work-in' so hard that you don't ev - en know you're a - live. —

Em

Work-in' so hard to be some-bod-y spec-ial,

A7 Bb

not work - ing just to sur - vive. Well you're spec-ial to me — babe but

A

what I don't see—babe is where you go once you ar - rive.
we we

G#m

where we go once we ar - rive.
you you

1. 2. B

G#m Repeat and Fade

OLD SOULS

Words and Music by
PAUL WILLIAMS

Slowly *f* *Am*

Cm Ab Cm Ab

Cm(add 2) Ab(add 2)

Our love is an old love ba - by, it's

Cm(add 2) Ab(add 2)

old - er than all our years, I have seen in

Fm G

strange young eyes fam - i - lar tears. We're

Cm(add 2) **Ab(add 2)**

old souls in a new life ba - by, you gave us a new
our love is a strong love ba - by, we give it

Cm(add 2) **Ab(add 2)**

life to live and learn. Some time to
all and so re - ceive. And so with

Fm **G**

touch old friends and still re - turn.
emp - ty arms we must still be - lieve.

Chorus: **Cm** **Cm/Bb** **Cm/Bb** **Cm/A**

Our paths have crossed and part - ed, this love af - fair was start - ed

long, long a - go.

Ab *G*

This love sur-vives the a - ges, in it's sto - ry lies our pag - es,

Cm *Cm/Bb* *Cm/Bb* *Cm/A*

fill them up may ours turn slow. Oh

Ab *G* *D. S. al Coda*

All souls last for - ev - er, so we need nev - er fear good-

Coda *Cm* *Cm/Bb* *Cm/Bb* *Cm/A*

bye. _____

A kiss, _____ when I must go, _____ no _____

_____ tears, _____ in time _____ we kiss hel -

lo. _____

Chords: A^b , A , $C^\sharp B^b$, $E^\sharp m D_m$, $D^\sharp m C_m$, $G^\sharp F$, $C^\sharp B^b$

UPHOLSTERY

Words and Music by
PAUL WILLIAMS

Moderately bright

B \flat

The musical score is written for piano and voice. It consists of five systems of music. The first system shows the piano introduction with a triplet pattern in the right hand and a steady bass line in the left hand. The second system continues the piano introduction. The third system introduces the vocal line with the lyrics 'Car-buer - a - tors man, that's what life is all a -'. The fourth system continues the piano accompaniment. The fifth system concludes the piece with the word 'bout.' and a final piano accompaniment flourish.

Spoken:
Car-buer - a - tors man, that's what life is all a -
bout.

Bb Cm7/Bb
 That's what life is all a - bout, that's what life is
 all a - bout, that's what life is all a - bout,
 that's what it's all a - bout.
 I was not my - self last night, lost a fight my wood - y bare - ly
 I was not my - self last night, ran a light with-out my reg - is -

Bb Cm7/Bb Bb
 No Chord Dm7 3 Dm7 3

E \flat **Dm7**

run - ning. _____
tra - tion. _____

By a dude I should have beat, and
Where the cops were bound to see, and

E \flat

on the street a blow like that is stun - ning.
you know me all read - y on pro - ba - tion.

F7

I fi - n'ly lost con-trol and tore my tuck - 'n' - roll. Up -
I wound up on pa - role I tore my tuck - 'n' - roll. Up -

Chorus: B \flat **Cm7/B \flat**

hol - ster-y_ where my ba - by sits up close to me, _____

that's sup-posed to be_____

what our life is all a-bout. Bb

Up-hol-ster-y where my ba-by sits up

Cm7/Bb
close to me, that's sup-posed to be

what our life is all a - bout.

Of all life's mys - ter - ies the

great - est one I've seen, my short runs

bet - ter when it's clean.

A *D. S. al Coda*

Upholstery — 5

Coda

B \flat Up - hol - ster - y

where my ba - by sits up close to me,

Cm7/B \flat

that's sup - posed to be

Repeat and fade out

B \flat what our life is all a - bout. Up -

Biography

PHANTOM OF THE PARADISE

by Gerrit Graham

Just a minute there, buster/bustress! This isn't just another soundtrack album; it's the soundtrack of Brian De Palma's *Phantom of the Paradise*, and it's different from what you're used to in the way of movie soundtracks. For one thing, the selections on the album are all *songs*, genuine rock & roll ditties such as you might (and, with luck, will) hear on the radio. No nebulous mood music, no weirdo 17-second filler bits. For another thing, all the songs were written by the tiny-but-beloved Paul Williams (who also stars in the movie). Paul is best known, of course, for the million-sellers others have had with his songs: the Carpenters' "Rainy Days and Mondays" and "We've Only Just Begun," Three Dog Night's "Just An Old Fashioned Love Song." But Paul is no stranger to the cinematic side of music-making, having scored *Cinderella Liberty* and *The ABC Movie of the Week* three times. (Actually, he's no stranger to the cinema, period—he was in *The Chase* with Brando, he was the warped ten-year-old rocket freak who shot people's dead poodles into eternal orbit in *The Loved One*, and he played the orangutan war counselor, Virgil, in *Battle for the Planet of the Apes*.) The songs he's written for *Phantom of the Paradise* range from Fifties rock 'n' roll through surf-tunes, lush ballads, and pop-rock, to the metallic glitz-blasts of the Seventies. The tracks were laid by Paul's band—Art Munson, guitar; Gary "Boom Boom" Mallaber, drums; Colin Cameron, bass; and David Garland, sax and keyboards—with studio help from Craig George, Mike Melvoin, and Tom Scott. The lead vocals are handled for the most part by the actors who sing the songs in the film.

Now let's get an idea of what's going on here:

The Story

Brilliant-but-naive young composer Winslow Leach writes brilliant-but-unwieldy rock cantata based on Faust, the brilliant-but-crazy magician who sold his soul to Old Nick. Brilliant-but-evil rock impresario Swan cons young composer out of his music, transforms it into boffo Top-40 hits, and uses the same to open new rock mecca, the Paradise, after setting Winslow up for a stretch in the slams. Winslow breaks out and trashes the warehouse of Death Records, Swan's label, permanently disfiguring himself in the process by falling into a record press. He turns phantom, replete with bizarro outfit, and sets out to trash the Paradise. Swan makes him a deal: "Lay off the Paradise, and your brilliant-but-innocent girlfriend, Phoenix, can sing the lead role." Another trick, of course—Swan signs brilliant-but-peculiar glitter queen Beef to sing the lead. The Phantom catches the drift and gets back into his trash bag, leading up to a flaming debacle of a finale during which many Waterloos are met.

That's only the barest skeleton of the plot, which is fleshed out with plenty of hairy turns and lots of funny stuff which must be seen to be appreciated/believed.

The Songs

"Goodbye, Eddie, Goodbye," done in letter-perfect Fifties style by Swan's latest chart-busting creation, the Juicy Fruits, opens the film in a club in which Winslow Leach, in the break between Juicy Fruits sets, sings and plays . . .

"Faust," the title song of his rock cantata. No one listens but Swan, whose henchman doubletalks Winslow out of the score. Swan reworks the song into . . .

"Upholstery," a surf revival, for which the Juicy Fruits have become the Beach Bums. Winslow, skulking around the Paradise, hears this travesty and goes berserk. Swan makes the deal to let Phoenix sing, after she auditions with . . .

"Special to Me."

"Phantom's Theme (Beauty and The Beast)" — does that voice sound familiar? It's Paul singing, but in the film it's the pseudo-voice he creates for Winslow (whose tubes were messed up in that industrial mishap), so Winslow can rewrite the cantata, which finally gets under way with . . .

"Somebody Super Like You." Further perverting Winslow's concept, Swan transmogrifies the Juicy Fruits/Beach Bums into the Undeads, who squirm their way through this decadent plea, leading up to . . .

"Life at Last," a thunder-footed distorto-rocker sung by Beef, the very sight of whom brings Winslow howling out of the catacombs in an orgiastic frenzy of destruction. With the place in shambles and the crowd screaming for more, Swan's thugs shove Phoenix on stage to sing . . .

"Old Souls," and needless to say she wows 'em. Swan signs her body and soul while the Phantom plots his next move — to find out what it is, see the movie, which closes with . . .

"The Hell of It," a perfect valedictory for this tragic *histoire*.

The Singers

Paul Williams (Swan) we've covered; hear him on A&M releases, *Just An Old Fashioned Love Song*, *Life Goes On*, *Here Comes Inspiration* and the new *A Little Bit of Love*.

William Finley (Winslow Leach, the Phantom) is a veteran of the New York avant-garde theatre circuit, having worked with and created material for the Performance Group, the Open Theatre, and the La Mama E.T.C. His association with Brian De Palma has covered many projects, the most recent (previous to *Phantom of the Paradise*) being his superbly creepy performance in *Sisters*.

Jessica Harper (Phoenix) was featured in "Dr. Selavy's Magic Theatre" in New York, and appears on the album of that show. She's worked on both TV and film, and is now set for a juicy part in Woody Allen's latest extravaganza, in which, she says, she "gets to be funny."

Archie Hahn (Juicy Fruits/Beach Bums/Undeads): Archie worked in the L.A. wing of the improvisational revue the Committee, and in *National Lampoon's* "Lemmings" in New York. He

likes to consider himself "just another guy workin' hard to become an institution." That's him singing "Goodbye, Eddie, Goodbye."

Harold Oblong (JF/BB/U) also saw action in the Committee, and is well remembered for his nasty job on Donovan in "Lemmings." He choreographed the group numbers in the film and sings "Somebody Super Like You." Usually thought of as shy and retiring, he has an ego the size of a house.

Jeffery Comanor (JF/BB/U) was once signed by Brian Epstein, wrote a lot of B-sides for The Fifth Dimension, and two songs for *Midnight Cowboy*, has collaborated with Shel Silverstein, and has recorded for Vanguard, A&M, and currently Epic, with one eponymously titled album out now, and another on the way, which he hopes will be called *Thanks For The Advance, Suckers*.

Ray Kennedy (the voice of Beef, played in the film by Gerrit Graham) was at one time an A&M artist, and is now recording for Columbia. He has written for the Beach Boys and Jeff Beck, and played sax with Gerry Mulligan, Little Richard, Otis Redding, and Wilson Pickett.

The Big Shots

Brian De Palma's directing career began when he and William Finley were among the few men attending Sarah Lawrence. His best-known films are *Greetings*, *Hi Mom*, *Get to Know Your Rabbit*, and *Sisters*; among his discoveries are Allen Garfield and Robert De Niro.

Edward R. Pressman, with his partner, Paul Williams (different fella), has produced *The Revolutionary*, *Sisters*, and *Badlands*. They're currently working on *The Secret Life of Plants*.

Paul Williams

